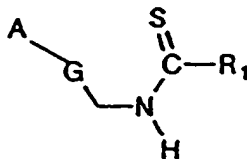


**Listing of Claims:**

This listing of Claims will replace all prior listings of Claims in this application.

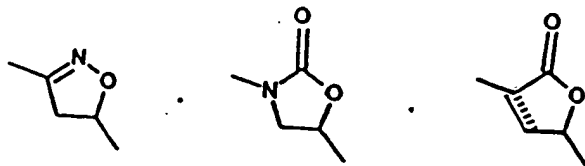
Claim 1. (Currently amended) A method of treating osteoporosis ~~or bone resorption~~ in a vertebrate mammal in need thereof comprising the administering to the vertebrate mammal an effective amount of compound of formula I .



I

or pharmaceutical acceptable salts thereof wherein:

G is

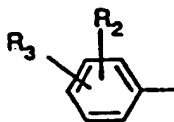


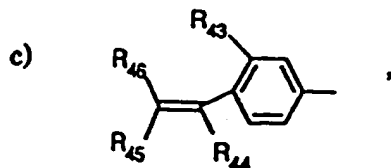
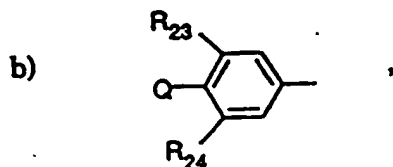
R<sub>1</sub> is

- a) H,
- b) NH<sub>2</sub>,
- c) NH-C<sub>1-4</sub> alkyl,
- d) C<sub>1-4</sub> alkyl,
- e) -OC<sub>1-4</sub> alkyl,
- f) -S C<sub>1-4</sub> alkyl,
- g) C<sub>1-4</sub> alkyl substituted with 1-3 F, 1-2 Cl, CN or -COOC<sub>1-4</sub> alkyl,
- h) C<sub>3-6</sub> cycloalkyl,
- i) N(C<sub>1-4</sub> alkyl)<sub>2</sub> or
- j) N(CH<sub>2</sub>)<sub>2-5</sub>;

A is

a)





d) a 5-membered heteroaromatic moiety having one to three atoms selected from the group consisting of S, N, and O, wherein the 5-membered heteroaromatic moiety is bonded via a carbon atom,

wherein the 5-membered heteroaromatic moiety can additionally have a fused-on benzene or naphthyl ring,

wherein the heteroaromatic moiety is optionally substituted with one to three R<sub>48</sub>,

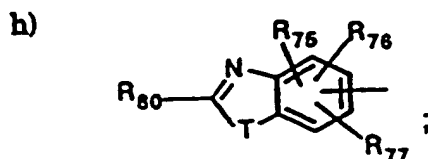
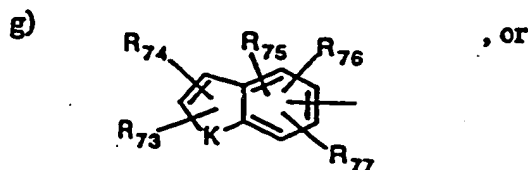
e) a 6-membered heteroaromatic moiety having at least one nitrogen atom,

wherein the heteroaromatic moiety is bonded via a carbon atom,

wherein the 6-membered heteroaromatic moiety can additionally have a fused-on benzene or naphthyl ring,

wherein the heteroaromatic moiety is optionally substituted with one to three R<sub>55</sub>,

f) a  $\beta$ -carbolin-3-yl, or indolizinyI bonded via the 6-membered ring, optionally substituted with one to three R<sub>55</sub>,



wherein  $R_2$  is

- a) H,
- b) F,
- c) Cl,
- d) Br,
- e)  $C_{1-3}$  alkyl,
- f)  $NO_2$ , or
- g)  $R_2$  and  $R_3$  taken together are  $-O-(CH_2)_n-O-$ ;

$R_3$  is

- a)  $-S(=O)_i R_4$ ,
- b)  $-S(=O)_2-N=S(O)_j R_5 R_6$ ,
- c)  $-SC(=O)R_7$ ,
- d)  $-C(=O)R_8$ ,
- e)  $-C(=O)R_9$ ,
- f)  $-C(=O)NR_{10}R_{11}$ ,
- g)  $-C(=NR_{12})R_8$ ,
- h)  $-C(R_9)(R_{11})-OR_{13}$ ,
- i)  $-C(R_9)(R_{11})-OR_{13}$ ,
- j)  $-C(R_9)(R_{11})-OC(=O)R_{13}$ ,
- k)  $-C(R_9)(R_{11})-OC(=O)R_{13}$ ,
- l)  $-NR_{10}R_{11}$ ,
- m)  $-N(R_{10})-C(=O)R_7$ ,
- n)  $-N(R_{10})-S(=O)_i R_7$ ,
- o)  $-C(OR_{14})(OR_{15})R_8$ ,
- p)  $-C(R_9)(R_{16})-NR_{10}R_{11}$ , or
- q)  $C_{1-3}$  alkyl substituted with one or more  $=O$  other than at alpha position,  $-S(=O)_i R_{17}$ ,  $-NR_{10}R_{11}$ ,  $C_{2-6}$  alkenyl, or  $C_{2-6}$  alkynyl;

$R_4$  is

- a)  $C_{1-4}$  alkyl optionally substituted with one or more halos, OH, CN,  $NR_{10}R_{11}$ , or  $-CO_2R_{13}$ ,

- b)  $C_{2-4}$  alkenyl,
- c)  $-NR_{16}R_{18}$ ,
- d)  $-N_3$ ,
- e)  $-NHC(=O)R_7$ ,
- f)  $-NR_{20}C(=O)R_7$ ,
- g)  $-N(R_{19})_2$ ,
- h)  $-NR_{16}R_{19}$ , or
- i)  $-NR_{19}R_{20}$ .

$R_5$  and  $R_6$  at each occurrence are the same or different and are

- a)  $C_{1-2}$  alkyl, or
- b)  $R_5$  and  $R_6$  taken together are  $-(CH_2)_k-$ ;

$R_7$  is  $C_{1-4}$  alkyl optionally substituted with one or more halos;

$R_8$  is

- a) H, or
- b)  $C_{1-8}$  alkyl optionally substituted with one or more halos, or  $C_{3-8}$  cycloalkyl;

$R_9$  is  $C_{1-4}$  alkyl substituted with one or more

- a)  $-S(=O)R_{17}$ ,
- b)  $-OR_{13}$ ,
- c)  $-OC(=O)R_{13}$ ,
- d)  $-NR_{10}R_{11}$ , or
- e)  $C_{1-5}$  alkenyl optionally substituted with CHO;

$R_{10}$  and  $R_{11}$  at each occurrence are the same or different and are

- a) H,
- b)  $C_{1-4}$  alkyl, or
- c)  $C_{3-8}$  cycloalkyl;

$R_{12}$  is

- a)  $-NR_{10}R_{11}$ ,
- b)  $-OR_{10}$ ; or
- c)  $-NHC(=O)R_{10}$ ;

R<sub>13</sub> is

- a) H, or
- b) C<sub>1-4</sub> alkyl;

R<sub>14</sub> and R<sub>15</sub> at each occurrence are the same or different and are

- a) C<sub>1-4</sub> alkyl, or
- b) R<sub>14</sub> and R<sub>15</sub> taken together are -(CH)<sub>1</sub>-;

R<sub>16</sub> is

- a) H,
- b) C<sub>1-4</sub> alkyl, or
- c) C<sub>3-6</sub> cycloalkyl;

R<sub>17</sub> is

- a) C<sub>1-4</sub> alkyl, or
- b) C<sub>3-6</sub> cycloalkyl;

R<sub>18</sub> is

- a) H,
- b) C<sub>1-4</sub> alkyl,
- c) C<sub>2-4</sub> alkenyl,
- d) C<sub>3-4</sub> cycloalkyl,
- e) -OR<sub>13</sub> or
- f) -NR<sub>21</sub>R<sub>22</sub>;

R<sub>19</sub> is

- a) Cl,
- b) Br, or
- c) I;

R<sub>20</sub> is a physiologically acceptable cation;

R<sub>21</sub> and R<sub>22</sub> at each occurrence are the same or different and are

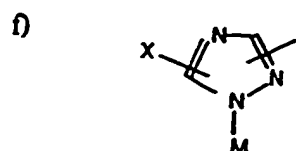
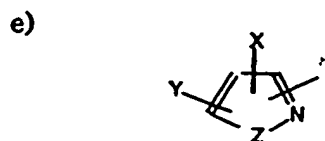
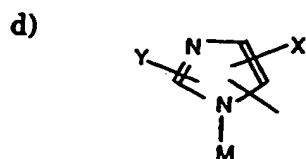
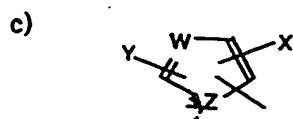
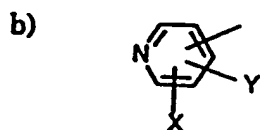
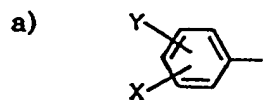
- a) H,
- b) C<sub>1-4</sub> alkyl, or
- c) -NR<sub>21</sub>R<sub>22</sub> taken together are -(CH<sub>2</sub>)<sub>m</sub>-;

wherein R<sub>23</sub> and R<sub>24</sub> at each occurrence are the same or different and are

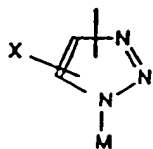
- a) H,
- b) F,

- c) Cl,
- d) C<sub>1-2</sub> alkyl,
- e) CN
- f) OH,
- g) C<sub>1-2</sub> alkoxy,
- h) nitro, or
- i) amino;

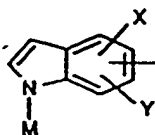
Q is



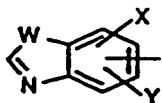
g)



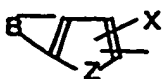
h)



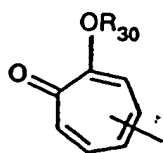
i)



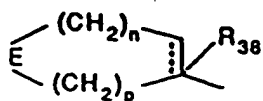
j)



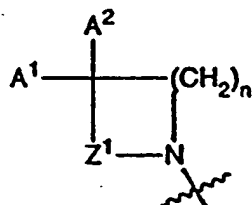
k)



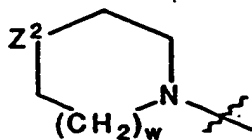
l)



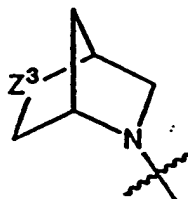
- m) a diazinyl group optionally substituted with X and Y,
- n) a triazinyl group optionally substituted with X and Y,
- o) a quinolinyl group optionally substituted with X and Y,
- p) a quinoxalinyl group optionally substituted with X and Y,
- q) a naphthyridinyl group optionally substituted with X and Y,
- r)



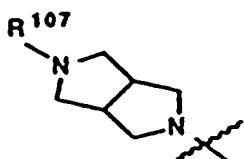
s)



t)

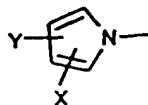


u)

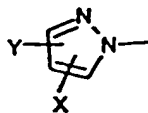




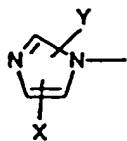
v)



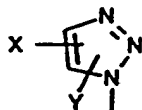
w)



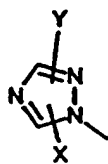
x)



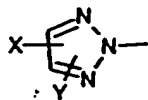
y)



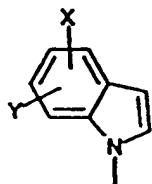
z)



aa)

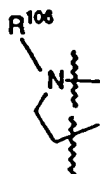


bb)



or,

Q and R<sub>24</sub> taken together are



wherein Z<sup>1</sup> is

- a) -CH<sub>2</sub>-,
- b) -CH(R<sup>104</sup>)-CH<sub>2</sub>-,
- c) -C(O)-, or
- d) -CH<sub>2</sub>CH<sub>2</sub>CH<sub>2</sub>-;

wherein Z<sup>2</sup> is

- a) -O<sub>2</sub>S-,
- b) -O-,
- c) -N(R<sup>107</sup>)-,
- d) -OS-, or
- e) -S-;

wherein Z<sup>3</sup> is

- a) -O<sub>2</sub>S-,
- b) -O-,
- c) -OS-, or
- d) -S-;

wherein A<sup>1</sup> is

- a) H-, or
- b) CH<sub>3</sub>;

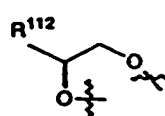
wherein A<sup>2</sup> is

- a) H-,
- b) HO-,
- c) CH<sub>3</sub>-,
- d) CH<sub>3</sub>O-,
- e) R<sup>102</sup>O-CH<sub>2</sub>-C(O)-NH-
- f) R<sup>103</sup>O-C(O)-NH-,
- g) (C<sub>1</sub>-C<sub>2</sub>)alkyl-O-C(O)-,
- h) HO-CH<sub>2</sub>-,
- i) CH<sub>3</sub>O-NH-,
- j) (C<sub>1</sub>-C<sub>3</sub>)alkyl-O<sub>2</sub>C-
- k) CH<sub>3</sub>-C(O)-,
- l) CH<sub>3</sub>-C(O)-CH<sub>2</sub>-,

m)  , or

n)  ,

A<sup>1</sup> and A<sup>2</sup> taken together are:

a)  ,

b)  , or



wherein R<sup>102</sup> is

- a) H-,
- b) CH<sub>3</sub>-,
- c) phenyl-CH<sub>2</sub>-, or
- d) CH<sub>3</sub>C(O)-;

wherein R<sup>103</sup> is

- a) (C<sub>1</sub>-C<sub>3</sub>)alkyl-, or
- b) phenyl-;

wherein R<sup>104</sup> is

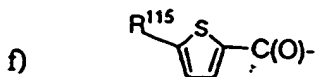
- a) H-, or
- b) HO-;

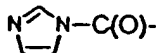
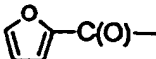
wherein R<sup>105</sup> is

- a) H-,
- b) (C<sub>1</sub>-C<sub>3</sub>)alkyl-,
- c) CH<sub>2</sub> = CH-CH<sub>2</sub>-, or
- d) CH<sub>3</sub>-O-(CH<sub>2</sub>)<sub>2</sub>-;

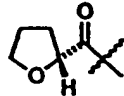
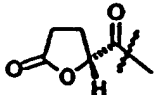
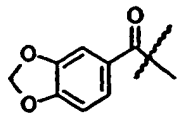
wherein R<sup>106</sup> is

- a) CH<sub>3</sub>-C(O)-,
- b) H-C(O)-,
- c) Cl<sub>2</sub>CH-C(O)-,
- d) HOCH<sub>2</sub>-C(O)-,
- e) CH<sub>3</sub>SO<sub>2</sub>-,



- g)  $\text{F}_2\text{CHC(O)-}$ ,
- h)  ,
- i)  $\text{H}_3\text{C-C(O)-O-CH}_2\text{-C(O)-}$ ,
- j)  $\text{H-C(O)-O-CH}_2\text{-C(O)-}$ ,
- k)  ,
- l)  $\text{HC}\equiv\text{C-CH}_2\text{O-CH}_2\text{-C(O)-}$ , or
- m) phenyl- $\text{CH}_2\text{-O-CH}_2\text{-C(O)-}$ ;

wherein  $\text{R}^{107}$  is

- a)  $\text{R}^{102}\text{O-C(R}^{110}\text{)(R}^{111}\text{)-C(O)-}$ ,
- b)  $\text{R}^{103}\text{O-C(O)-}$ ,
- c)  $\text{R}^{108}\text{-C(O)-}$ ,
- d)  ,
- e)  ,
- f)  $\text{H}_3\text{C-C(O)-(CH}_2\text{)}_2\text{-C(O)-}$ ,
- g)  $\text{R}^{109}\text{-SO}_2\text{-}$ ,
- h)  ,
- i)  $\text{HO-CH}_2\text{-C(O)-}$ ,

- j)  $R^{116}-(CH_2)_2-$ ,
- k)  $R^{113}-C(O)-O-CH_2-C(O)-$ ,
- l)  $(CH_3)_2N-CH_2-C(O)-NH-$ ,
- m)  $NC-CH_2-$ ,
- n)  $F_2-CH-CH_2-$ , or
- o)  $R^{150}R^{151}NSO_2$

wherein  $R^{108}$  is

- a)  $H-$ ,
- b)  $(C_1-C_4)alkyl-$ ,
- c)  $aryl-(CH_2)_p-$ ,
- d)  $CH_2C-$ ,
- e)  $Cl_2HC-$ ,
- f)  $FH_2C-$ ,
- g)  $F_2HC-$ ,
- h)  $(C_3-C_6)cycloalkyl-$ , or
- i)  $CNCH_2-$ .

wherein  $R^{109}$  is

- a)  $alkylC_1-C_4-$ ,
- b)  $-CH_2Cl$
- c)  $-CH_2CH=CH_2-$ ,
- d)  $aryl-$ , or
- e)  $-CH_2CN-$ .

wherein  $R^{110}$  and  $R^{111}$  are independently

- a)  $H-$ ,
- b)  $CH_3-$ ; or

wherein  $R^{112}$  is

- a)  $H-$ ,
- b)  $CH_3O-CH_2O-CH_2-$ , or
- c)  $HOCH_2-$ ;

wherein  $R^{113}$  is

- a)  $CH_3-$ ,
- b)  $HOCH_2-$ ,
- c)  $(CH_3)_2N$ -phenyl, or
- d)  $(CH_3)_2N-CH_2-$ ;

wherein  $R^{114}$  is

- a)  $HO-$ ,
- b)  $CH_3O-$ ,
- c)  $H_2N-$ ,
- d)  $CH_3O-C(O)-O-$ .
- e)  $CH_3-C(O)-O-CH_2-C(O)-O-$ ,
- f) phenyl- $CH_2-O-CH_2-C(O)-O-$ ,
- g)  $HO-(CH_2)_2-O-$ ,
- h)  $CH_3O-CH_2-O-(CH_2)_2-O-$ , or
- i)  $CH_3O-CH_2-O-$ , wherein  $R^{113}$  is

- a)  $CH_3-$ ,
- b)  $HOCH_2-$ ,
- c)  $(CH_3)_2N$ -phenyl, or
- d)  $(CH_3)_2N-CH_2-$ ;

wherein  $R^{115}$  is

- a)  $H-$ , or
- b)  $Cl-$ ;

wherein  $R^{116}$  is

- a)  $HO-$
- b)  $CH_3O-$ , or
- c)  $F-$ ;

wherein  $R^{150}$  and  $R^{151}$  are each  $H$  or alkyl  $C_1-C_4$  or  $R^{150}$  and  $R^{151}$  taken together with the nitrogen atom to which each is attached form a monocyclic heterocyclic ring having from 3 to 6 carbon atoms;

$B$  is an unsaturated 4-atom linker having one nitrogen and three carbons;

$M$  is

- a) H,
- b) C<sub>1-8</sub> alkyl,
- c) C<sub>3-8</sub> cycloalkyl,
- d) -(CH<sub>2</sub>)<sub>m</sub>OR<sub>13</sub>, or
- e) -(CH<sub>2</sub>)<sub>n</sub>-NR<sub>21</sub>R<sub>22</sub>;

Z is

- a) O,
- b) S, or
- c) NM;

W is

- a) CH,
- b) N, or
- c) S or O when Z is NM;

Y is

- a) H,
- b) F,
- c) Cl,
- d) Br,
- e) C<sub>1-3</sub> alkyl, or
- f) NO<sub>2</sub>;

X is

- a) H,
- b) -CN,
- c) OR<sub>27</sub>,
- d) halo,
- e) NO<sub>2</sub>,
- f) tetrazoyl,
- g) -SH,
- h) -S(=O)<sub>r</sub>R<sub>4</sub>,
- i) -S(=O)<sub>2</sub>-N=S(O)<sub>r</sub>R<sub>5</sub>R<sub>6</sub>,



- j)  $-\text{SC}(=\text{O})\text{R}_7$ ,
- k)  $-\text{C}(=\text{O})\text{R}_{25}$ ,
- l)  $-\text{C}(=\text{O})\text{NR}_{27}\text{R}_{28}$ ,
- m)  $-\text{C}(=\text{NR}_{23})\text{R}_{25}$ ,
- n)  $-\text{C}(\text{R}_{25})(\text{R}_{28})-\text{OR}_{13}$ ,
- o)  $-\text{C}(\text{R}_{25})(\text{R}_{28})-\text{OC}(=\text{O})\text{R}_{13}$ ,
- p)  $-\text{C}(\text{R}_{28})(\text{OR}_{13})-(\text{CH}_2)_h-\text{NR}_{27}\text{R}_{28}$ ,
- q)  $-\text{NR}_{27}\text{R}_{28}$ ,
- r)  $-\text{N}(\text{R}_{27})\text{C}(=\text{O})\text{R}_7$ ,
- s)  $-\text{N}(\text{R}_{27})-\text{S}(=\text{O})_i\text{R}_7$ ,
- t)  $-\text{C}(\text{OR}_{14})(\text{OR}_{16})\text{R}_{28}$ ,
- u)  $-\text{C}(\text{R}_{25})(\text{R}_{16})-\text{NR}_{27}\text{R}_{26}$ , or
- v)  $\text{C}_{1-8}$  alkyl substituted with one or more halos, OH, =O other than at alpha position,  $-\text{S}(=\text{O})_i\text{R}_{17}$ ,  $-\text{NR}_{27}\text{R}_{28}$ ,  $\text{C}_{2-5}$  alkenyl,  $\text{C}_{2-5}$  alkynyl, or  $\text{C}_{3-8}$  cycloalkyl;

$\text{R}_4$ ,  $\text{R}_5$ ,  $\text{R}_6$ ,  $\text{R}_7$ ,  $\text{R}_{13}$ ,  $\text{R}_{14}$ ,  $\text{R}_{15}$ ,  $\text{R}_{16}$ , and  $\text{R}_{17}$  are the same as defined above;

$\text{R}_{25}$  is

- a) H,
- b)  $\text{C}_{1-8}$  alkyl optionally substituted with one or more halos,  $\text{C}_{3-8}$  cycloalkyl,  $\text{C}_{1-4}$  alkyl substituted with one or more of  $-\text{S}(=\text{O})_i\text{R}_{17}$ ,  $-\text{OR}_{13}$ , or  $\text{OC}(=\text{O})\text{R}_{13}$ ,  $\text{NR}_{27}\text{R}_{28}$ , or
- c)  $\text{C}_{2-6}$  alkenyl optionally substituted with CHO, or  $\text{CO}_2\text{R}_{13}$ ;

$\text{R}_{26}$  is

- a)  $\text{R}_{28}$ , or
- b)  $\text{NR}_{27}\text{R}_{28}$ ;

$\text{R}_{27}$  and  $\text{R}_{28}$  at each occurrence are the same or different and are

- a) H,
- b)  $\text{C}_{1-8}$  alkyl,
- c)  $\text{C}_{3-8}$  cycloalkyl,
- d)  $-(\text{CH}_2)_m\text{OR}_{13}$ .

- e)  $-(CH_2)_1-NR_{21}R_{22}$ , or
- f)  $R_{27}$  and  $R_{28}$  taken together are  $-(CH_2)_2O(CH_2)_2$ ,  $-(CH_2)_1CH(COR_7)$ , or  $-(CH_2)_2N(CH_2)_2(R_7)$ ;

$R_{29}$  is

- a)  $-NR_{27}R_{28}$ ,
- b)  $-OR_{27}$ , or
- c)  $-NHC(=O)R_{28}$ ;

wherein  $R_{30}$  is

- a)  $H$ ,
- b)  $C_{1-8}$  alkyl optionally substituted with one or more halos, or
- c)  $C_{1-8}$  alkyl optionally substituted with one or more  $OH$ , or  $C_{1-8}$  alkoxy;

wherein  $E$  is

- a)  $NR_{39}$ ,
- b)  $-S(=O)_2$ , or
- c)  $O$ ;

$R_{38}$  is

- a)  $H$ ,
- b)  $C_{1-6}$  alkyl,
- c)  $-(CH_2)_4$ -aryl, or
- d) halo;

$R_{39}$  is

- a)  $H$ ,
- b)  $C_{1-6}$  alkyl optionally substituted with one or more  $OH$ , halo, or  $-CN$ ,
- c)  $-(CH_2)_4$ -aryl,
- d)  $-CO_2R_{40}$ ,
- e)  $-COR_{41}$ ,
- f)  $-C(=O)-(CH_2)_4-C(=O)R_{40}$ ,
- g)  $-S(=O)_2-C_{1-6}$  alkyl,
- h)  $-S(=O)_2-(CH_2)_4$ -aryl, or
- i)  $-(C=O)_7$ -Het;

$R_{40}$  is

- a) H,
- b)  $C_{1-6}$  alkyl optionally substituted with one or more OH, halo, or -CN,
- c)  $-(CH_2)_q$ -aryl, or
- d)  $-(CH_2)_q$ -OR<sub>42</sub>;

$R_{41}$  is

- a)  $C_{1-6}$  alkyl optionally substituted with one or more OH, halo, or -CN,
- b)  $-(CH_2)_q$ -aryl, or
- c)  $-(CH_2)_q$ -OR<sub>42</sub>;

$R_{42}$  is

- a) H,
- b)  $C_{1-6}$  alkyl,
- c)  $-(CH_2)_q$ -aryl, or
- d)  $-C(=O)-C_{1-6}$  alkyl;

aryl is

- a) phenyl,
- b) pyridyl, or
- c) naphthyl; a to c optionally substituted with one or more halo, -CN, OH, SH,  $C_{1-6}$  alkyl,  $C_{1-6}$  alkoxy, or  $C_{1-6}$  alkylthio;

wherein  $R_{43}$  is

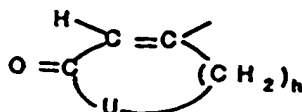
- a) H,
- b)  $C_{1-2}$  alkyl,
- c) F, or
- d) OH;

$R_{44}$  is

- a) H,
- b)  $CF_3$ ,
- c)  $C_{1-3}$  alkyl optionally substituted with one or more halo,
- d) phenyl optionally substituted with one or more halo,

- e)  $R_{44}$  and  $R_{45}$  taken together are a 5-, 6-, or 7-membered ring of the formula,

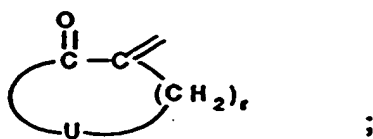
or



- f)  $R_{44}$  and  $R_{45}$  taken together are  $-(CH_2)_k-$ , when  $R_{46}$  is an electron-withdrawing group;

$R_{45}$  and  $R_{46}$  at each occurrence are the same or different and are

- an electron-withdrawing group,
- $H$ ,
- $CF_3$ ,
- $C_{1-3}$  alkyl optionally substituted with one halo,
- phenyl, provided at least one of  $R_{45}$  or  $R_{46}$  is an electron-withdrawing group, or
- $R_{45}$  and  $R_{46}$  taken together are a 5-, 6-, 7-membered ring of the formula



U is

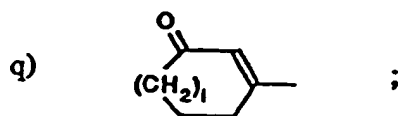
- $CH_2$ ,
- O,
- S, or
- $NR_{47}$ ;

$R_{47}$  is

- a)  $H$ ,  $r$
- b)  $C_{1-5}$  alkyl;

wherein  $R_{48}$  is

- a) carboxyl,
- b) halo,
- c)  $-CN$ ,
- d) mercapto,
- e) formyl,
- f)  $CF_3$ ,
- g)  $-NO_2$ ,
- h)  $C_{1-6}$  alkoxy,
- i)  $C_{1-6}$  alkoxy carbonyl,
- j)  $C_{1-6}$  alkylthio,
- k)  $C_{1-6}$  acyl,
- l)  $-NR_{49}R_{50}$ ,
- m)  $C_{1-6}$  alkyl optionally substituted with  $OH$ ,  $C_{1-5}$  alkoxy,  $C_{1-5}$  acyl, or  $-NR_{49}R_{50}$ ,
- n)  $C_{2-6}$  alkenylphenyl optionally substituted with one or two  $R_{51}$ ,
- o) phenyl optionally substituted with one or two  $R_{51}$ ,
- p) a 5-, or 6-membered (un)saturated heterocyclic moiety having one to three atoms selected from the group consisting of  $S$ ,  $N$ , and  $O$ , optionally substituted with one or two  $R_{51}$ , or



$R_{49}$  and  $R_{50}$  at each occurrence are the same or different and are

- a)  $H$ ,
- b)  $C_{1-4}$  alkyl,
- c)  $C_{5-6}$  cycloalkyl, or

- d)  $R_{49}$  and  $R_{50}$  taken together with the nitrogen atom is a 5-, 6-membered saturated heterocyclic moiety which optionally has a further hetero atom selected from the group consisting of S, N, and O, and can in turn be optionally substituted with, including on the further nitrogen atom,  $C_{1-3}$  alkyl, or  $C_{1-3}$  acyl;

$R_{51}$  is

- a) carboxyl,
- b) halo,
- c)  $-CN$ ,
- d) mercapto,
- e) formyl,
- f)  $CF_3$ ,
- g)  $-NO_2$ ,
- h)  $C_{1-6}$  alkoxy,
- i)  $C_{1-6}$  alkoxy carbonyl,
- j)  $C_{1-6}$  alkylthio,
- k)  $C_{1-6}$  acyl,
- l)  $C_{1-6}$  alkyl optionally substituted with OH,  $C_{1-6}$  alkoxy,  $C_{1-6}$  acyl, or  $-NR_{49}R_{50}$ ,
- m) phenyl,
- n)  $-C(=O)NR_{52}R_{53}$ ,
- o)  $-NR_{49}R_{50}$ ,
- p)  $-N(R_{52})(-SO_2R_{54})$ ,
- q)  $-SO_2-NR_{52}R_{53}$ , or
- r)  $-S(=O)_2R_{54}$ ;

$R_{52}$  and  $R_{53}$  at each occurrence are the same or different and are

- a) H,
- b)  $C_{1-6}$  alkyl, or
- c) phenyl;

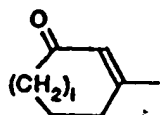
$R_{54}$  is

- a)  $C_{1-4}$  alkyl, or
- b) phenyl optionally substituted with  $C_{1-4}$  alkyl;

wherein  $R_{55}$  is

- a) carboxyl,
- b) halo,
- c) -CN,
- d) mercapto,
- e) formyl,
- f)  $CF_3$ ,
- g)  $-NO_2$ ,
- h)  $C_{1-6}$  alkoxy,
- i)  $C_{1-6}$  alkoxy carbonyl,
- j)  $C_{1-6}$  alkythio
- k)  $C_{1-6}$  acyl,
- l)  $-NR_{56}R_{57}$ ,
- m)  $C_{1-6}$  alkyl optionally substituted with OH,  $C_{1-5}$  alkoxy,  $C_{1-5}$  acyl, or  $-NR_{56}R_{57}$ ,
- n)  $C_{2-8}$  alkenylphenyl optionally substituted with one or two  $R_{58}$ ,
- o) phenyl optionally substituted with one or two  $R_{58}$ ,
- p) a 5- or 6-membered (un)saturated heterocyclic moiety having one to three atoms selected from the group consisting of S, N, and O, optionally substituted with one or two  $R_{58}$ , or

q)



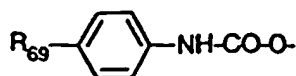
$R_{56}$  and  $R_{57}$  at each occurrence are the same or different and are

- a) H,
- b) formyl,

- c)  $C_{1-4}$  alkyl,
- d)  $C_{1-4}$  acyl,
- e) phenyl,
- f)  $C_{3-6}$  cycloalkyl, or
- g)  $R_{66}$  and  $R_{67}$  taken together with the nitrogen atom is a 5-, 6-membered saturated heterocyclic moiety which optionally has a further hetero atom selected from the group consisting of S, N, and O, and can in turn be optionally substituted with, including on the further nitrogen atom, phenyl, pyrimidyl,  $C_{1-3}$  alkyl, or  $C_{1-3}$  acyl;

$R_{58}$  is

- a) carboxyl,
- b) halo,
- c)  $-CN$ ,
- d) mercapto,
- e) formyl,
- f)  $CF_3$ ,
- g)  $-NO_2$ ,
- h)  $C_{1-6}$  alkoxy,
- i)  $C_{1-6}$  alkoxycarbonyl,
- j)  $C_{1-6}$  alkythio,
- k)  $C_{1-6}$  acyl,
- l) phenyl,
- m)  $C_{1-6}$  alkyl optionally substituted with OH, azido,  $C_{1-3}$  alkoxy,  $C_{1-3}$  acyl,  $-NR_{65}R_{66}$ ,  $-SR_{67}$ ,  $-O-SO_2R_{68}$ , or



- n)  $-C(=O)NR_{69}R_{60}$ ,
- o)  $-NR_{66}R_{67}$ ,
- p)  $-N(R_{63})(-SO_2R_{64})$ ,



- q)  $-\text{SO}_2-\text{NR}_{65}\text{R}_{60}$ ,
- r)  $-\text{S}(=\text{O})_2\text{R}_{64}$ ,
- s)  $-\text{CH}=\text{N}-\text{R}_{61}$ , or
- t)  $-\text{CH}(\text{OH})-\text{SO}_2\text{R}_{64}$ ;

$\text{R}_{64}$  is the same as defined above;

$\text{R}_{59}$  and  $\text{R}_{60}$  at each occurrence are the same or different and are

- a) H,
- b)  $\text{C}_{1-6}$  alkyl,
- c) phenyl, or
- d) tolyl;

$\text{R}_{61}$  is

- a) OH,
- b) benzyloxy,
- c)  $-\text{NH}-\text{C}(=\text{O})-\text{NH}_2$ ,
- d)  $-\text{NH}-\text{C}(=\text{S})-\text{NH}_2$ , or
- e)  $-\text{NH}-\text{C}(=\text{NH})-\text{NR}_{62}\text{R}_{63}$ ;

$\text{R}_{62}$  and  $\text{R}_{63}$  at each occurrence are the same or different and are

- a) H, or
- b)  $\text{C}_{1-4}$  alkyl optionally substituted with phenyl or pyridyl;

$\text{R}_{64}$  is

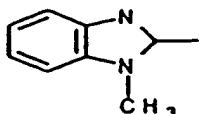
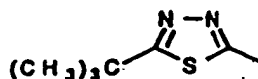
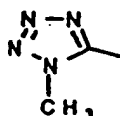
- a) H, or
- b) a sodium ion;

$\text{R}_{65}$  and  $\text{R}_{66}$  at each occurrence are the same or different and are

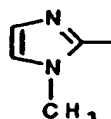
- a) H,
- b) formyl,
- c)  $\text{C}_{1-4}$  alkyl,
- d)  $\text{C}_{1-4}$  acyl,
- e) phenyl,
- f)  $\text{C}_{3-6}$  cycloalkyl,

- g)  $R_{65}$  and  $R_{66}$  taken together are a 5-, 6-membered saturated heterocyclic moiety having one to three atoms selected from the group consisting of S, N, and O, optionally substituted with, including on the nitrogen atom, phenyl, pyrimidyl,  $C_{1-3}$  alkyl, or  $C_{1-3}$  acyl,
- h)  $-P(O)(OR_{70})(OR_{71})$ , or
- i)  $-SO_2-R_{72}$ ;

$R_{67}$  is



or



$R_{68}$  is  $C_{1-3}$  alkyl;

$R_{69}$  is

- a)  $C_{1-6}$  alkoxycarbonyl, or
- b) carboxyl;

$R_{70}$  and  $R_{71}$  at each occurrence are the same or different and are

- a) H, or
- b)  $C_{1-3}$  alkyl;

**R<sub>72</sub> is**

- a) methyl,
- b) phenyl, or
- c) tolyl;

**wherein K is**

- a) O, or
- b) S;

**R<sub>73</sub>, R<sub>74</sub>, R<sub>75</sub>, R<sub>76</sub>, and R<sub>77</sub> at each occurrence are the same or different and are**

- a) H,
- b) carboxyl,
- c) halo,
- d) -CN,
- e) mercapto,
- f) formyl,
- g) CF<sub>3</sub>,
- h) -NO<sub>2</sub>,
- i) C<sub>1-6</sub> alkoxy,
- j) C<sub>1-6</sub> alkoxycarbonyl,
- k) C<sub>1-6</sub> alkythio,
- l) C<sub>1-6</sub> acyl,
- m) -NR<sub>78</sub> R<sub>79</sub>,
- n) C<sub>1-6</sub> alkyl optionally substituted with OH, C<sub>1-5</sub> alkoxy, C<sub>1-5</sub> acyl, -NR<sub>78</sub>R<sub>79</sub>, -N(phenyl)(CH<sub>2</sub>-CH<sub>2</sub>-OH), -O-CH(CH<sub>3</sub>)(OCH<sub>2</sub>CH<sub>3</sub>), or -O-phenyl-[para-NHC(=O)CH<sub>3</sub>],
- o) C<sub>2-6</sub> alkenylphenyl optionally substituted with R<sub>61</sub>,
- p) phenyl optionally substituted with R<sub>61</sub>, or
- q) a 5-, or 6-membered (un)saturated heterocyclic moiety having one to three atoms selected from the group consisting of S, N, and O, optionally substituted with R<sub>61</sub>;

**R<sub>61</sub> is the same as defined above;**

$R_{75}$  and  $R_{76}$  at each occurrence are the same or different and are

- a) H,
- b)  $C_{1-4}$  alkyl,
- c) phenyl, or
- d)  $R_{78}$  and  $R_{79}$  taken together with the nitrogen atom is a 5-, 6-membered saturated heterocyclic moiety which optionally has a further hetero atom selected from the group consisting of S, N, and O, and can in turn be optionally substituted with, including on the further nitrogen atom,  $C_{1-3}$  alkyl, or  $C_{1-3}$  acyl;

wherein T is

- a) O,
- b) S, or
- c)  $SO_2$ ;

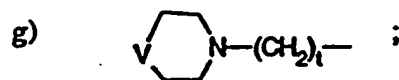
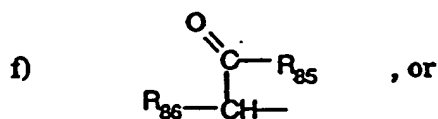
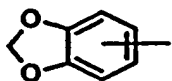
$R_{75}$ ,  $R_{76}$ , and  $R_{77}$  are the same as defined above;

$R_{80}$  is

- a) H,
- b) formyl,
- c) carboxyl,
- d)  $C_{1-6}$  alkoxy carbonyl,
- e)  $C_{1-6}$  alkyl,
- f)  $C_{2-6}$  alkenyl,  
wherein the substituents (e) and (f) can be optionally substituted with OH, halo,  $C_{1-6}$  alkoxy,  $C_{1-6}$  acyl,  $C_{1-6}$  alkylthio or  $C_{1-6}$  alkoxy carbonyl, or phenyl optionally substituted with halo,
- g) an aromatic moiety having 6 to 10 carbon atoms optionally substituted with carboxyl, halo, -CN, formyl,  $CF_3$ , -NO<sub>2</sub>,  $C_{1-6}$  alkyl,  $C_{1-6}$  alkoxy,  $C_{1-6}$  acyl,  $C_{1-6}$  alkylthio, or  $C_{1-6}$  alkoxy carbonyl;
- h)  $-NR_{81}R_{82}$ ,
- i)  $-OR_{90}$ ,
- j)  $-S(=O)_i-R_{91}$ ,
- k)  $-SO_2-N(R_{92})(R_{93})$ , or
- l) a radical of the following formulas:

$R_{31}$  and  $R_{32}$  at each occurrence are the same or different and are

- a) H,
- b)  $C_{3-6}$  cycloalkyl,
- c) phenyl,
- d)  $C_{1-6}$  acyl,
- e)  $C_{1-6}$  alkyl optionally substituted with OH,  $C_{1-6}$  alkoxy which can be substituted with OH, a 5-, or 6-membered aromatic heterocyclic moiety having one to three atoms selected from the group consisting of S, N, and O, phenyl optionally substituted with OH,  $CF_3$ , halo,  $-NO_2$ ,  $C_{1-4}$  alkoxy,  $-NR_{33}R_{34}$ , or



V is

- a) O,
- b)  $CH_2$ , or
- c)  $NR_{37}$ ;

$R_{33}$  and  $R_{34}$  at each occurrence are the same or different and are

- a) H, or
- b)  $C_{1-4}$  alkyl;

$R_{35}$  is

- a) OH,
- b)  $C_{1-4}$  alkoxy, or
- c)  $-NR_{38} R_{39}$ ;

 $R_{36}$  is

- a) H, or
- b)  $C_{1-7}$  alkyl optionally substituted with indolyl, OH, mercaptyl, imidazolyl, methylthio, amino, phenyl optionally substituted with OH,  $-C(=O)-NH_2$ ,  $-CO_2H$ , or  $-C(=NH)-NH_2$ ;

 $R_{37}$  is

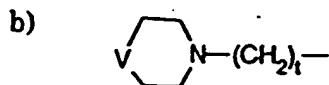
- a) H,
- b) phenyl, or
- c)  $C_{1-6}$  alkyl optionally substituted by OH;

 $R_{38}$  and  $R_{39}$  at each occurrence are the same or different and are

- a) H,
- b)  $C_{1-5}$  alkyl
- c)  $C_{3-6}$  cycloalkyl, or
- d) phenyl;

 $R_{30}$  is

- a)  $C_{1-3}$  alkyl optionally substituted with  $C_{1-6}$  alkoxy or  $C_{1-6}$  hydroxy,  $C_{3-6}$  cycloalkyl, a 6-membered aromatic optionally benzo-fused heterocyclic moiety having one to three nitrogen atoms, which can in turn be substituted with one or two  $-NO_2$ ,  $CF_3$ , halo,  $-CN$ , OH,  $C_{1-5}$  alkyl,  $C_{1-5}$  alkoxy, or  $C_{1-5}$  acyl;



- c) phenyl, or
- d) pyridyl;

$R_{31}$  is

- a)  $C_{1-16}$  alkyl,
- b)  $C_{2-16}$  alkenyl,  
wherein the substituents (a) and (b) can be optionally substituted with  $C_{1-6}$  alkoxy carbonyl, or a 5-, 6-, 7-membered aromatic heterocyclic moiety having one to three atoms selected from the group consisting of S, N, and O,
- c) an aromatic moiety having 6 to 10 carbon atoms, or
- d) a 5-, 6-, 7-membered aromatic heterocyclic moiety having one to three atoms selected from the group consisting of S, N, and O,  
wherein the substituents (c) and (d) can be optionally substituted with carboxyl, halo, -CN, formyl,  $CF_3$ ,  $-NO_2$ ,  $C_{1-6}$  alkyl,  $C_{1-6}$  alkoxy,  $C_{1-6}$  acyl,  $C_{1-6}$  alkylthio, or  $C_{1-6}$  alkoxy carbonyl;

$R_{32}$  and  $R_{33}$  at each occurrence are the same or different and are

- a) H,
- b) phenyl,
- c)  $C_{1-6}$  alkyl, or
- d) benzyl;

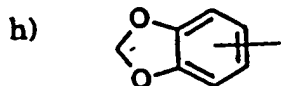
$R_{34}$  and  $R_{35}$  at each occurrence are the same or different and are

- a) H,
- b) OH,
- c)  $C_{1-6}$  alkyl optionally substituted with  $-NR_{33}$   $R_{34}$ , or
- d)  $R_{34}$  and  $R_{35}$  taken together are =O;

$R_{36}$  is

- a) an aromatic moiety having 6 to 10 carbon atoms,
- b) a 5-, or 6-membered aromatic optionally benzo-fused heterocyclic moiety having one to three atoms selected from the group consisting of S, N, and O,  
wherein the substituents (a) and (b) which can in turn be substituted with one or three  $-NO_2$ ,  $CF_3$ , halo, -CN, OH, phenyl,  $C_{1-5}$  alkyl,  $C_{1-5}$  alkoxy, or  $C_{1-5}$  acyl,

- c) morpholinyl,
- d) OH,
- e) C<sub>1-6</sub> alkoxy,
- f) -NR<sub>33</sub>R<sub>34</sub>,
- g) -C(=O)-R<sub>37</sub>, or



R<sub>37</sub> is

- a) morpholinyl,
- b) OH, or
- c) C<sub>1-6</sub> alkoxy;

h is 1, 2, or 3;

i is 0, 1, or 2;

j is 0 or 1;

k is 3, 4, or 5;

l is 2 or 3;

m is 4 or 5;

n is 0, 1, 2, 3, 4, or 5;

p is 0, 1, 2, 3, 4, or 5; with the proviso that n and p together are 1, 2, 3, 4, or 5;

q is 1, 2, 3, or 4;

r is 2, 3, or 4;

t is 0, 1, 2, 3, 4, 5, or 6;

u is 1 or 2;

w is 0, 1, 2, or 3.

Claim 2. (Original) The method according to claim 1 wherein said mammal is a human.



Claim 3. (Original) The method according to claim 1 wherein the compound is administered in the range of about 0.1 to about 100 mg/kg of mammal body weight/day.

Claim 4. (Original) The method according to claim 1 wherein the compound is administered orally, nasally, parenterally, topically, transdermally, or rectally.

Claim 5. (Original) The method according to claim 1 wherein said compound is selected from the group consisting of:

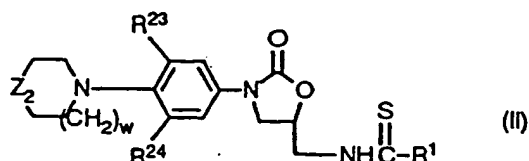
(S)-trans-[[3-[3-Fluoro-4-(tetrahydro-1-oxido-2H-thiopyran-4-yl)phenyl]-2-oxo-5-oxazolidinyl]methyl]thiourea; and

(S)-N-[[3-[3-Fluoro-4-(4-thiomorpholinyl)phenyl]-2-oxo-5-oxazolidinyl]methyl]thioacetamide, thiomorpholine S-oxide; and

pharmaceutically acceptable salts thereof.

Claim 6. (Currently Amended) The method according to claim 1 wherein said mammal is not Suffering from an antibacterial infection.

Claim 7. (Previously Presented) A method of treating osteoporosis or bone resorption in a vertebrate mammal in need thereof comprising the administering to the vertebrate mammal an effective amount of a compound of formula



wherein  $Z_2$  is  $-O_2S-$ ,  $-O-$ ,  $-N(R^{107})-$ ,  $-OS-$ , or  $-S-$ ;

w is 0, 1, 2, or 3;

$R^{23}$  and  $R^{24}$  are the same or different and can be H or F; and

$R^1$  is H,  $NH_2$ ,  $NHalkylC_1-C_4$ ;  $N(alkylC_1-C_4)_2$ ; ;

$alkylC_1-C_4$ ;  $OalkylC_1-C_4$ ;  $SalkylC_1-C_4$ ;  $alkylC_1-C_4$  substituted with 1-3F, 1-2Cl, CN, or  $-COOalkylC_1-C_4$ , or cycloalkyl $C_3-C_6$ , wherein in each occurrence of the alkyl group may be straight or branched; and  $R^{107}$  is

- a)  $R^{102}O-C(R^{110})(R^{111})-C(O)-$ ,
- b)  $R^{103}O-C(O)-$ ,
- c)  $R^{108}-C(O)-$ ,
- d)  $R^{109}-SO_2-$ ,
- e)  $NC-CH_2-$ ,
- f)  $FCHCH_2-$ , or
- g)  $R^{150}R^{151}NSO_2-$ ;

wherein  $R^{102}$  is H,  $CH_3-$ , phenyl- $CH_2-$ , or  $CH_3C(O)$ ; each of  $R^{110}$  and  $R^{111}$  is selected from H or  $CH_3$ ;  $R^{103}$  is  $alkylC_1-C_3$  or phenyl;  $R^{108}$  is H,  $alkylC_1-C_4$ , aryl $(CH_2)_{0.5}$ ,  $CNCH_2-$ ,  $ClCH_2-$ ,  $Cl_2HC-$ ,  $FH_2C-$ ,  $F_2HC-$ , or cycloalkyl $C_3-C_6$ ;  $R^{150}$  and  $R^{151}$  are the same or different and are selected from H,  $alkylC_1-C_4$ , or  $R^{150}$  and  $R^{151}$  taken together with the nitrogen to which each is attached forms a monocyclic heterocyclic ring having from 3 to 6 carbon atoms.

Claim 8. (Original) The method according to claim 7 wherein said mammal is a human.

Claim 9. (Original). The method according to claim 7 wherein the compound is administered in the range of about 0.1 to about 100 mg/kg of mammal body weight/day.

Claim 10. (Original)

Claim 11. (Original)

The method according to claim 7 wherein said compound is selected from the group consisting of:

(S)-trans-[[3-[3-Fluoro-4-(tetrahydro-1-oxido-2H-thiopyran-4-yl)phenyl]-2-oxo-5-oxazolidinyl]methyl]thiourea; and

(S)-N-[[3-[3-Fluoro-4-(4-thiomorpholinyl)phenyl]-2-oxo-5-oxazolidinyl]methyl]thioacetamide, thiomorpholine S-oxide; and

pharmaceutically acceptable salts thereof.

Claim 12. (Currently Amended) The method according to claim 7 wherein said mammal is not suffering from an ~~anti~~bacterial infection.

Claim 13. (Canceled)